

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> Debtors.¹</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 3283-LTS (Jointly Administered)</p>
<p>In re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of PUERTO RICO ELECTRIC POWER AUTHORITY, Debtor.</p>	<p>PROMESA Title III</p> <p>Case No. 17 BK 4780-LTS Re: ECF Nos. 815 (Case No. 17-4780), 2985 (Case No. 17-3283)</p>
<p>MASTERLINK CORPORATION, Movant, -against- THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of PUERTO RICO ELECTRIC POWER AUTHORITY, Respondent.</p>	<p>This Joint Motion Relates Only to PREPA and Shall Only be Filed in Case Nos. 17 BK 3283-LTS and 17 BK 4780-LTS</p>

¹ The Debtors in the jointly-administered Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Last Four Digits of Federal Tax ID: 3801) (Bankruptcy Case No. 19-BK-5223-LTS). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**JOINT MOTION IN COMPLIANCE WITH ORDER RELATED TO
MASTERLINK CORPORATION'S MOTION FOR RELIEF OF STAY**

To the Honorable United States District Court Judge Laura Taylor Swain:

On behalf of the Puerto Rico Electric Power Authority (“PREPA”), the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”) pursuant to the authority granted to it under the *Enabling Act of the Fiscal Agency and Financial Advisory Authority*, Act 2-2017, and Movant, Masterlink Corporation (“ML”), respectfully submit this Joint Motion in Compliance with Order (the “Motion”). In support of the Motion, the parties respectfully state as follows:²

1. On July 16, 2018, this Court issued an order granting ML’s unopposed request for an extension of time to file a joint report and extended the deadline to July 25, 2018. [Dkt. No. 3524.] The joint report pertains to this Court’s order entered on May 1, 2018 (the “Initial Order”) concerning the parties’ “efforts to seek to develop a mutually acceptable resolution of the outstanding performance bond issue or, at minimum, an agreed statement regarding the nature and pendency of the stayed litigation that can be used in connection with inquiries as ML’s bids for business.” [Dkt. No. 2985 at 6.]

2. In compliance with the Initial Order, on July 25, 2018, the parties informed the Court of the efforts made by both parties to reach an agreement as related to the nature and pendency of the stayed litigation and ML’s concerns regarding the potential impact of the pending litigation in relation to its commercial prospects with PREPA. [Dkt. No. 3696]

3. On August 27, 2018, the parties informed the Court that the parties were in communication and still in the process of discussing possible alternatives and drafting a mutually

² The Financial Oversight and Management Board for Puerto Rico, as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”), has authorized AAFAF to join in this Motion on behalf of PREPA.

acceptable statement, and requested until September 7, 2018 to inform the Court of the status of a mutually agreeable statement regarding both parties' concerns going forward. [Dkt. No. 3812]

4. The parties have informed the Court on various occasions that they have been in the process of discussing possible alternatives to adequately address the Court's order. See, [Dkt. Nos. 3812, 3895, 4022, 4084, 4276, 4431, 4798, 5149, 6250, 7489, 8859, 9635 and 2037 in Case No. 17-04780].

5. The parties hereby inform the Court that they have reached a consensus regarding ML's concern of the use of the contested default at issue as an adverse performance history by ML. The parties have agreed that during the duration of the automatic stay and/or while their controversies remain unadjudicated, PREPA will not use and will not be allowed to use the events related to this contested default in the Culebra Project as an adverse performance history for other projects in which ML may bid. The parties will submit a formal document to this regard which will allow and put ML in the position to affirmatively demand for this agreement to be complied with and seek actual certification that in fact it has.

6. The parties agree that neither this motion nor any agreement reached in the contested matter related to the automatic stay, constitute an adjudication on the merits on any rights of the parties.

7. Through this motion ML does not waive any substantive rights in the stayed State Court proceeding, claims filed within this case, nor any other remedy at law or equity which may be available or pursued within the jurisdiction of this Court or appropriate forum. Likewise, PREPA does not waive any right to object or oppose any potential remedy sought by ML.

8. The parties will inform the court by March 17, 2021 if there are any changes in the current status of the case or regarding the agreements reached by the parties.

RESPECTFULLY SUBMITTED.

I HEREBY CERTIFY that on this date, I have electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to counsel of record.

In San Juan, Puerto Rico, this 17th day of December, 2020.

**THE PUERTO RICO ELECTRIC
POWER AUTHORITY**

By its attorneys,

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**THE PUERTO RICO FISCAL
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By its attorneys,

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